

11/25/2003



FEDERAL EXPRESS

Securities and Exchange Commission 450 Fifth Street, N.W. Washington, D.C. 20549-0405

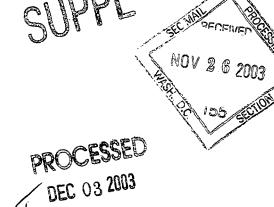
FILE NUMBER:

08204904

Re:

ICAP plc - AVS No.: 388836

Ladies and Gentlemen:



On behalf of ICAP plc, in accordance with Rule 12g3-2(b) under the Securities Exchange Act, we are furnishing with this letter the attached information that ICAP plc has made public pursuant to the laws of England, has filed with the London Stock Exchange or has distributed to its shareholders.

Please acknowledge receipt of this information by stamping the enclosed copy of this letter and returning it to us in the enclosed stamped, self-addressed envelope.

Very truly yours,

Roger C. Campbell

Senior Vice President &

General Counsel

RC:db Enclosures

DU 14/1

ICAP North America Inc. Harborside Financial Center 1100 Plaza Five, 12th Floor Jersey City, NJ 07311-4996

Tel: 212 406 1100

www.icap.com

Carl C. Compbell



24 November 2003

Company Announcements Office Old Broad Street London EC2N 1HP

BY FAX NO. 020 7588 6057

Dear Sirs

ICAP pic AVS No. 388836 Fidelity Investments

In accordance with Section 9.11 of the Listing Rules, please find attached a Schedule 10 notification in respect of a declaration received pursuant to Section 198 of the Companies Act 1985.

Would you kindly confirm receipt of the announcement by telephoning me on 020 7463 4366.

Yours faithfully

Kathryn Dickinson

Deputy Company Secretary

Enc:



ICAP ple Park House 16 Finabury Circus London EC3M 7UR Tel +44 (0) 20 7639 7692 Tex +44 (0) 20 7374 6743 www.icap.com

Registered Office as above Registered in England 9611426

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

| AVS NO | 388836 |
|--------|--------|
| | |

All relevant boxes should be completed in block capital letters.

| 1. Name o | 1. Name of company | | 2. | Name of shareholder having a major interest | | | |
|--|---|---|---------------------|---|-------------------------------|--|--|
| (CAP pic | | FIDELITY INVESTMENTS | | | | | |
| 3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 | | 4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them | | | | | |
| | SEE ATTAC | HED LETTER | | SEE ATTACHED LETTER | | | |
| 5. Number shares/a stock ac | mount of | 6. Percentage of issued class | 7. | Number of shares/amount of stock disposed | 8. Percentage of issued class | | |
| NA | | N/A | | 23,582 | 0.02% | | |
| 9. Class of security | | 10. | Date of transaction | 11. Date company informed | | | |
| ORDINARY SHARES OF 50P EACH | | | 21.11.03 | 24.11.03 | | | |
| 12. Total holding following this notification | | Total percentage holding of issued class following this notification | | | | | |
| 6.887.870 | | 5.97% | | | | | |
| 14. Any additional information | | 15. Name of contact and telephone number for queries | | | | | |
| | | KATHRYN DICKINSON 020 7000 5782 | | | | | |
| 16. Name and signature of authorised company official responsible for making this notification KATHRYN DICKINSON DEPUTY COMPANY SECRETARY Date of notification 24 November 2003 | | | | | | | |
| | | | | | | | |
| | | | | | 1 Proposition | | |
| Company An | Company Announcements Office, Old Broad Street, London EC2N 1HP | | | | | | |

Facsimile: 020 7588 6057, 020 7334 8964/8965/8966 (PLEASE DO NOT POST)
Enquiries: Company Monitoring and Enquiries; UK Listing Authority Historian Kontunation Exchange Announce Themas Fider High 24. 11.03 (Schedule 10.dot)



November 21, 2003

ICAP Plc
2nd Floor
Park House
16 Finsbury Circus
London, EC2M 7UR
United Kingdom

FAX: 011-44-207-374-6743

ATTN: Company Secretary

Dear Sirs.

Enclosed are amended notifications of disclosable interests under the U.K. Companies Act 1985. Please note that while this information details the disclosable interests of more than one entity, the enclosed disclosure constitutes separate notifications of interest which have been combined solely for purposes of clarity and efficiency. It is not intended to indicate that any of these entities act as a group or in concert with respect to these interests.

These disclosures are made in the interest of conformity with the Companies Act. The Interest detailed herein were acquired solely for investment purposes. For disclosure purposes, holdings should be represented as FMR Corp. and its direct and indirect subsidiaries, and Fidelity International Limited (FIL) and its direct and indirect subsidiaries, both being non-beneficial holders.

If you have any questions please contact Eleanor Chemlen at (617) 563-1416 or by FAX (617) 476-0363.

Kindest regards.

Eleanor Chemlen...

élea Cr

Sr. Compliance Specialist



Amendment #4

NOTIFICATIONS UNDER SECTIONS 198 TO 202 -- U.K. COMPANIES ACT

1. Company in which shares are held:

ICAP Plc

2. Notifiable Interest:

Ordinary Shares

FMR Corp. 82 Devonshire Street Boston, MA 02109

Parent holding company of Fidelity Management & Research Company (FMRCO), investment manager for US mutual funds, and Fidelity Management Trust Company (FMTC), a US state chartered bank which acts as a trustee or investment manager of various pension and trust accounts. (See Schedule A for listing of Registered Shareholders and their holdings).

Fidelity International Limited (FIL) P.O. Box HM 670 Hamilton HMCX, Bermuda

Parent holding company for various direct and indirect subsidiaries, including Fidelity Investment Services Ltd. (FISL) and Fidelity Pension Management (FPM), investment managers for various non-US investment companies and institutional clients. (See Schedule A for

3. The notifiable interests also comprise the notifiable interest of:

Mr. Edward C. Johnson 3d 82 Devonshire Street Boston, MA 02109

Principal shareholder of FMR Corp. and Fidelity International Limited.

4. The notifiable interests include interest held on behalf of authorized unit trust schemes in the U.K., notwithstanding the exemption from reporting pursuant to Section 209 (1)(h) of the Companies Act 1985.



- 5. These notifications of disclosable interests constitute separate notifications of interest in the shares and are combined solely for the purposes of clarity and efficiency. Nothing herein should be taken to indicate that FMR Corp. and its direct and indirect subsidiaries, Pidelity International Limited and its direct and indirect subsidiaries or Mr. Edward C. Johnson 3d act as a group or in concert in respect of the disclosed interests, or that they are required to submit these notifications on a joint basis.
- 6. The disclosable interests arise under section 208 (4) (b) of the Act, namely where a person, not being the registered holder, is entitled to exercise a right conferred by the holding of the shares or to control the exercise of such rights, or under section 203 of the Act respectively.

By Edia D. Baid

Senior V.P. & General Counsel - FMR Co. Duly authorized under Powers of Attorney dated December 30, 1997, by and on behalf of FMR Corp. and its direct and indirect subsidiaries, and Fidelity International Limited and its direct and indirect subsidiaries.

security: ICAP Plc

hange in holdings since last filing:

| | SUADES UEI D | MANAGEMENT COMPANY | NOMINIDE IDECICTED DO NAME |
|------------------------------|-------------------------|-----------------------|--|
| Ordinary Shares) | SHARES HELD | COMPANI | NOMINEE/REGISTERED NAME |
| Sidnary Strates) | | | |
| | 119,850 | FMRCO | Mellon Bank |
| | 3,200 | | HSBC |
| | 59,900 | | State Street Nominees Limited |
| | 276,100 | | Chase Nominees Limited |
| | 4,600 | | State Street Nominces Ltd. |
| | 3,300 | | Brown Brothers Harriman |
| | 2,500 | | State Street Bank & Trust |
| | 1,627,818 | FISL | Chase Nominees Ltd |
| | 1,289,000 | | Chase Manhattan Bank London |
| | 124,900 | FPM | Bankers Trust |
| | 61.900 | FPM | Chase Nominees Ltd |
| | 101.700 | FPM | Bank of New York London |
| | 68,100 | FPM | Northern Trust |
| | 13,300 | FPM · | Deutsche Bank |
| | 27,800 | FPM | Citibank |
| | 52.400 | FPM | Mellon Nominees Ltd |
| | 102,050 | FIL | Chase Nominees Ltd |
| | 385,0 34 | FIL. | HSBC Client Holdings Nominee (UK) Limited |
| | 519,590 | FIL | Northern Trust |
| | 275,386 | FIL | Chase Manhattan Bank London |
| | 54,900 | FIL | Deutche Bank |
| | 12,700 | FII_ | Mellon Nominees Ltd |
| | 72,000 | FIL | Bank of New York, Brussels |
| | 1,007,500 | FIL | Bank of New York London |
| | 189,742 | FIL | State Street Bank & Trust |
| | 84,900 | FIL | Citibank |
| | 223,700 | FIL | Clydesdale Bank (Head Office) Nominees Limited |
| | 12,600 | FIL | JP Morgan |
| | 82,500 | FIL | State Street Nominees Ltd |
| | 28,900 | FIL | Bankers Trust |
| otal Ordinary Shares | 6,887,870 | | |
| urrent ownership percentage: | - 5.99 % | 5-97% | |
| nares in issue: | 1 15,010,335 | 115.285.335 | |

(23,582) ordinary shares